

14119-C
713

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD
200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973

OF COUNSEL
JESS LARSON
JOHN L. INGOLDSBY
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
440367 A AND A

RECORDATION NO. 14119-C FILED 1429

APR 27 1988-1 25 PM April 27, 1988

INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

No. 8-118A058
Date.....
Fee \$ 13.00
ICC Washington, D. C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are seven fully executed copies of a Letter dated April 26, 1988 correcting reporting marks and road numbers, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to a Chattel Mortgage dated as of July 15, 1983, which was duly filed and recorded on August 10, 1983 at 12:35 p.m. and assigned Recordation Number 14119.

The name and address of the party executing the enclosed document is:

ACF Industries, Incorporated
3301 Rider Trail South
Earth City, Missouri 63045

A description of the railroad equipment covered by the enclosed document is set forth in Exhibit "A" attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

CT Kappler
Document

APR 28 1988

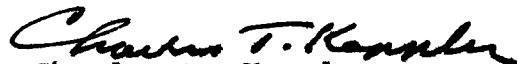
Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
April 27, 1988
Page Two

Kindly return six stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Letter dated April 26, 1988 executed by ACF Industries, Incorporated correcting reporting marks and numbers.

Very truly yours,


Charles T. Kappler

Enclosures

EXHIBIT "A"

Previous Reporting Mark
& Number

New Reporting Mark
& Number

RSTX 23100

ACFX 80950

" 23101

" 80951

" 23102

" 80952

" 23103

" 80953

" 23104

" 80954

" 23105

" 80955

(Reported as casualty car
10/86)

" 23106

" 80956

" 23107

" 80957

" 23108

" 80958

" 23109

" 80959

" 23110

" 80960

" 23111

" 80961

" 23112

" 80962

" 23113

" 80963

" 23114

" 80964

" 23115

" 80965

" 23116

(Reported as casualty car
12/83)

" 23117

" 80967

" 23119

" 80969

" 23120

" 80970

" 23121

" 80971

" 23122

" 80972

" 23123

" 80973

" 23124

" 80974

" 23125

" 80975

" 23126

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" 80978

" 23145

" 80995

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" 80999



ACF INDUSTRIES

INCORPORATED

3301 RIDER TRAIL SOUTH, EARTH CITY, MISSOURI 63045-1393 • (314) 344-4500

April 26, 1988

Mr. Mitchell W. Hedstrom, Vice President
Citibank, N.A.
Third Floor, Zone 3
153 E. 53rd Street
New York, New York 10043

RECORDATION NO. 14119-C FILED 1988

APR 27 1988-1 55 PM

INTERSTATE COMMERCE COMMISSION

Re: ACF Industries, Incorporated
Chattel Mortgage Dated As Of July 15, 1983

Dear Mr. Hedstrom:

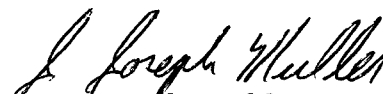
ACF Industries, Incorporated, is Mortgagor under a certain Chattel Mortgage dated as of July 15, 1983, in which Citibank, N.A., is Mortgagee. The Chattel Mortgage is with respect to certain covered hopper and tank railroad cars, and pursuant to Schedule A of the Chattel Mortgage, thirty-three covered hopper cars were initialled RSTX and numbered 23100-23117, 23119-23128 and 23145-23149 at the time of the Indenture evidenced by the Chattel Mortgage. Under federal rules and regulations, cars assigned to railroads have to be initialled with the appropriate designation of the railroad.

The lease under which the referenced cars were leased to the railroad has expired and the cars returned to ACF. Pursuant to Article 3 of the Chattel Mortgage, the cars, which constitute Equipment as that term is defined in the Chattel Mortgage, have been reinitialled ACFX and renumbered as indicated on the attached Exhibit "A".

I am familiar with the Chattel Mortgage documents and other ancillary material relevant to the Chattel Mortgage. Based on my understanding of these documents, it is my opinion the reinitialling and renumbering of the above-referenced covered hopper cars complies with Article 3 of the Chattel Mortgage and the cars are therefore properly identified as required by the Chattel Mortgage.

A copy of this letter has been filed with the Interstate Commerce Commission.

Very truly yours,


J. Joseph Muller
General Counsel

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atts.

EXHIBIT "A"

Previous Reporting Mark
& Number

New Reporting Mark
& Number

RSTX 23100	ACFX 80950
" 23101	" 80951
" 23102	" 80952
" 23103	" 80953
" 23104	" 80954
" 23105	" 80955
(Reported as casualty car 10/86)	
" 23106	" 80956
" 23107	" 80957
" 23108	" 80958
" 23109	" 80959
" 23110	" 80960
" 23111	" 80961
" 23112	" 80962
" 23113	" 80963
" 23114	" 80964
" 23115	" 80965
" 23116	
(Reported as casualty car 12/83)	
" 23117	" 80967
" 23119	" 80969
" 23120	" 80970
" 23121	" 80971
" 23122	" 80972
" 23123	" 80973
" 23124	" 80974
" 23125	" 80975
" 23126	" 80976
" 23127	" 80977
" 23128	" 80978
" 23145	" 80995
" 23146	" 80996
" 23147	" 80997
" 23148	" 80998
" 23149	" 80999

STATE OF MISSOURI)
) ss.
COUNTY OF ST. LOUIS)

On this 26th day of April, 1988, personally appeared before me J. Joseph Muller, General Counsel for ACF Industries, Incorporated, known to me to be the person who executed the foregoing document in behalf of said corporation, and acknowledged to me that he executed the same for the purposes therein stated.



W. Marineta Zimmerman
Notary Public

My commission expires:

April 7, 1990

W. MARINETA ZIMMERMAN
NOTARY PUBLIC STATE OF MISSOURI
ST. CHARLES COUNTY
MY COMMISSION EXP. APR. 7, 1990
ISSUED THRU MISSOURI NOTARY ASSOC.